

**UNITED STATES BANKRUPTCY COURT  
DISTRICT OF NORTH DAKOTA**

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In re:

**Jointly Administered**

EPIC Companies Midwest, LLC,  
EPIC Companies Midwest 2023, LLC,  
EPIC Employee, LLC,  
EOLA Capital, LLC, and  
EC West Fargo, LLC,

Bankruptcy No. 24-30281  
Bankruptcy No. 24-30282  
Bankruptcy No. 24-30283  
Bankruptcy No. 24-30284  
Bankruptcy No. 24-30285

Debtors.<sup>1</sup>

Chapter 11

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**FIRST APPLICATION OF FREMSTAD LAW FIRM FOR ALLOWANCE OF FEES  
AND EXPENSES AS SPECIAL LITIGATION COUNSEL FOR THE DEBTORS  
FROM JANUARY 1 , 2025 THROUGH MARCH 31, 2025**

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1. Mark Western and Fremstad Law Office (collectively, “Fremstad”) make this Application for allowance of fees for professional services rendered and for reimbursement of expenses incurred as special litigation counsel for EPIC Companies Midwest, LLC, EPIC Companies Midwest 2023, LLC, EPIC Employee, LLC, EOLA Capital, LLC, and EC West Fargo, LLC (collectively, the “Debtors”) between January 1, 2025 and March 31, 2025 pursuant to 11 U.S.C. § 330.

2. In support of this Application, Fremstad respectfully states as follows:

**JURISDICTION**

3. This Court has jurisdiction over this Application pursuant to 28 U.S.C. §§ 157 and 1334 and Fed. R. Bankr. P. 5005. This a core proceeding pursuant to 28 U.S.C. § 157(b). Venue

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<sup>1</sup> In accordance with Fed. R. Bankr. P. 2002(n) and 1005 and 11 U.S.C. § 342(c), as applicable, the Debtors’ address is 400 10th Street SE, Minot, ND 58701 and their Employer Identification Numbers (EINs) are as follows: 83-2840705 (EPIC Companies Midwest, LLC), 88-3709518 (EPIC Companies Midwest 2023, LLC), 88-4112082 (EPIC Employee, LLC), 88-0554720 (EOLA Capital, LLC) and 82-5331354 (EC West Fargo, LLC).

is proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409. The petitions commencing these Chapter 11 cases were filed on July 8, 2024 (the “Petition Date”). The cases are currently pending before this Court.

4. This Application arises under 11 U.S.C. §§ 503(b)(2), 328(a), 330, and 331. This Application is filed under Fed. R. Bankr. P. 2016 and 2002(a)(6). Notice of this Application is provided pursuant to the Notice and Service Requirements adopted pursuant to Local Rule 2002-1 and the Court’s order limiting notice pursuant to Fed. R. Bankr. P. 2002(i). (ECF No. 124.)

### **BACKGROUND**

5. On February 3, 2025, the Debtors filed an application to employ Fremstad as special litigation counsel for the Debtors effective February 3, 2025. (ECF No. 218.) The Court approved the application to employ Fremstad on February 20, 2025. (ECF No. 233.) A copy of that order is attached as **Exhibit A**.

6. On the Petition Date, the Debtors had filed a motion for an order establishing interim compensation procedures. (ECF No. 11.) The Court entered an order on August 14, 2024 granting the motion and allowing professionals, including Fremstad, to file applications for compensation. (ECF No. 72.) A copy of that order is attached as **Exhibit B**.

7. This is Fremstad’s first application for allowance of fees and expenses under 11 U.S.C. § 331.

8. Fremstad believes that the Debtors are current in payment of ordinary operating expenses and any allowed administrative expenses, that any quarterly fees have been or will be paid as required to the United States Trustee, and that all monthly operating reports are being timely filed, including pursuant to any extensions granted by the United States Trustee.

**RELIEF REQUESTED**

9. By this Application, Fremstad requests allowance of fees for professional services rendered during these Chapter 11 cases between January 1, 2025 and March 31, 2025 in the amount of **\$5,358.50**, and reimbursement of expenses in the amount of **\$700.00**, for a total of **\$6,058.50**.

10. The professional services rendered by Fremstad are detailed on the attached **Exhibit C**. Those services include the tasks specifically described below:

**Adversary Proceeding Against Sheyenne 32 North, LLC et al.: \$2,679.25**

Services include drafting, reviewing, finalizing, serving and filing pleadings; analyzing issues and monitoring status; reviewing applicable law/rules; communication with other counsel and client representatives;

<u>Name</u>	<u>Hours</u>	<u>Year</u>	<u>Hourly Rate</u>	<u>Fees</u>
Joel Fremstad	0.25	2025	\$400.00	\$100.00
Mark Western	5.25	2025	\$375.00	\$1968.75
Terri Bourcy Smith	3.70	2025	\$165.00	610.50
<b>TOTAL</b>	<b>9.2</b>			<b>\$2679.25</b>

Blended Hourly Rate:	\$313.33
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**Adversary Proceeding Against EPIC Gateway, LLC et al.: \$2,679.25**

Services include drafting, reviewing, finalizing, serving and filing pleadings; analyzing issues and monitoring status; reviewing applicable law/rules; communication with other counsel and client representatives;

<u>Name</u>	<u>Hours</u>	<u>Year</u>	<u>Hourly Rate</u>	<u>Fees</u>
Joel Fremstad	0.25	2025	\$400.00	\$100.00
Mark Western	5.25	2025	\$375.00	\$1968.75
Terri Bourcy Smith	3.70	2025	\$165.00	610.50
<b>TOTAL</b>	<b>9.2</b>			<b>\$2679.25</b>

Blended Hourly Rate:	\$313.33
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**TOTAL POST-PETITION FEES: \$0**

11. **Reimbursement of Expenses.** In the course of this representation, Fremstad has also incurred expenses detailed on **Exhibit C**, and requests allowance thereof as follows:

<b><u>Expenses</u></b>	<b><u>Amount</u></b>
Sheyenne 32 North, LLC adversary complaint filing fee	\$350.00
Epic Gateway LLC adversary complaint filing fee	\$350.00
<b>TOTAL</b>	<b>\$700.00</b>

**TOTAL EXPENSES: \$700.00**

12. All services and expenses have been equally applicable to and therefore pro rated to each adversary matter (one-half to Sheyenne 32 North, LLC and one-half to Epic Gateway, LLC).

13. All services for which fees are requested by Fremstad were performed for and on behalf of the Debtors, and not on behalf of any committee, creditor, or other person.

14. The amount requested constitutes reasonable compensation for actual, necessary services rendered by Fremstad, based on the nature, the extent, and the value of such services, the time spent on such services, and the cost of comparable services other than in a case under Title 11. Fremstad has not entered into any agreement, express or implied, with any other party-in-interest, including the Debtors, any creditor, receiver, trustee, or any representative of any of them, or with any attorney for such party-in-interest in the proceedings, for the purpose of fixing fees or other compensation to be paid to such party-in-interest in the proceedings for services rendered or expenses incurred from the assets of the estate in excess of the compensation allowed by law.

**WHEREFORE**, Fremstad respectfully requests that the Court enter an order:

A. Allowing Fremstad's fees incurred between January 1, 2025 and March 31, 2025 in the amount of **\$5,358.50**, and expenses in the amount of **\$700.00**, totaling **\$6,058.50**;

- B. Authorizing the Debtors to pay Fremstad such allowed postpetition fees and expenses;
- C. Granting administrative expense priority to Fremstad's allowed fees and expenses; and
- D. Granting such other and further relief as may be just and proper.

Dated: April 9, 2025

/s/ Mark Western  
Joel M. Fremstad (ND ID #05541)  
Mark Western (ND ID# 06181)  
FREMSTAD LAW FIRM  
P.O. Box 3143  
Fargo, North Dakota 58108-3143  
Phone: (701) 478-7620  
[joel@fremstadlaw.com](mailto:joel@fremstadlaw.com)  
[mark@fremstadlaw.com](mailto:mark@fremstadlaw.com)

**ATTORNEYS FOR DEBTORS**

**AFFIDAVIT**

I, Mark Western an attorney at Fremstad Law Firm, declare under penalty of perjury that the foregoing First Application of Fremstad Law Firm for Allowance of Fees and Expenses as Special Litigation Counsel for the Debtors from January 1, 2025 through March 31, 2025 is true and correct according to the best of my knowledge, information, and belief.

Dated: April 9, 2025

/s/ Mark Western  
Mark Western

**EXHIBIT A**

**UNITED STATES BANKRUPTCY COURT  
DISTRICT OF NORTH DAKOTA**

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In re:

**Jointly Administered**

EPIC Companies Midwest, LLC,  
EPIC Companies Midwest 2023, LLC,  
EPIC Employee, LLC,  
EOLA Capital, LLC, and  
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Bankruptcy No. 24-30281  
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Bankruptcy No. 24-30285

Debtors.

Chapter 11

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**ORDER ESTABLISHING PROCEDURES FOR INTERIM COMPENSATION AND  
REIMBURSEMENT OF EXPENSES FOR RETAINED PROFESSIONALS**

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Debtors filed a Motion for an Order (I) Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Retained Professionals and (II) Granting Related Relief. Doc. 11. Pursuant to the notice of the Motion [Doc. 16], objections to the Motion were due by July 30, 2024.

Debtors served notice of the Motion. The Court received no objections to the Motion. The Court held a hearing on the Motion on August 14, 2024. Based upon the Motion and the Declaration of Patrick Finn [Doc. 6] and for the reasons stated on the record at the August 14, 2024, hearing, the Court finds that the circumstances of these cases warrant granting the relief provided below.

**IT IS ORDERED** that, except as otherwise provided in any order of the Court, professionals employed in this bankruptcy case, including Fredrikson & Byron, P.A., shall be permitted to seek interim payment of compensation and reimbursement of expenses by filing monthly applications for interim compensation and reimbursement of expenses.

**IT IS FURTHER ORDERED** that Debtors are authorized to pay all reasonable amounts invoiced by Lighthouse Management Group, Inc. (“Lighthouse”) for fees and expenses on a bi-weekly basis.

**IT IS FURTHER ORDERED** that Lighthouse will file with the Court and serve on Debtors, the United States Trustee, and any statutory committee appointed in this case (the “Notice Parties”) a monthly staffing report, filed and served by the 20th of each month for the previous month, identifying the Lighthouse employees who worked on this case, the total hours billed by Lighthouse, and a summary of the tasks performed. Lighthouse will also file with the Court and serve on the Notice Parties a quarterly compensation report by the 20th of each month following the end of a quarter, showing the total fees and expenses for the preceding quarter. These reports will be deemed applications for interim compensation under sections 328 and 330. Parties in interest may object to the reports within 21 days after notice. The Court will rule on the applications after the deadline to object passes or after a hearing on the application.

**IT IS FURTHER ORDERED** that Debtors will allocate the fees and expenses approved among Debtors pro rata if the professionals charge for tasks that generally apply to all cases and to the appropriate Debtor if the tasks relate solely to a specific Debtor.

Dated: August 14, 2024.



SHON HASTINGS, JUDGE  
UNITED STATES BANKRUPTCY COURT



**EXHIBIT B**

**\*\*\*NOTE TO PUBLIC ACCESS USERS\*\*\*** Judicial Conference of the United States policy permits attorneys of record and parties in a case (including pro se litigants) to receive one free electronic copy of all documents filed electronically, if receipt is required by law or directed by the filer. PACER access fees apply to all other users. To avoid later charges, download a copy of each document during this first viewing. However, if the referenced document is a transcript, the free copy and 30-page limit do not apply.

**U.S. Bankruptcy Court  
District of North Dakota**

Notice of Electronic Filing

The following transaction was received from vck entered on 2/20/2025 at 3:21 PM CST and filed on 2/20/2025

**Case Name:** EPIC Companies Midwest, LLC

**Case Number:** 24-30281

**Document Number:** 233

**Docket Text:**

Order Approving Application to Employ Joel M. Fremstad, Mark Western and Fremstad Law Firm as special litigation counsel for the Debtors (Related Doc # [218]). The application to employ is APPROVED subject to the limitations on compensation provided by 11 U.S.C. § 328. This order is not a determination that the services or rates charged are necessary and reasonable. The person or entity employed under this order shall file a fee application in accordance with the Bankruptcy Code and Federal Rules of Bankruptcy Procedures. See Fed. R. Bank. P. 2016, 2017 and 11 U.S.C. §§ 329, 330. Applicant must also comply with Local Rules. Applicant is also granted authority to apply for fees and expenses pursuant to #[72] Order Establishing Procedures for Interim Compensation and Reimbursement for Expenses for Retained Professionals. As required by applicable federal rule or statute, the Movant shall serve this docket text only order on all appropriate parties that will not receive notice of electronic filing. By Judge Shon Hastings. (Text order only). Signed on 2/20/2025 (vck)

**EXHIBIT C**



## INVOICE

Invoice # 16998  
Date: 04/09/2025  
Due Upon Receipt

### Fremstad Law

PO Box 3143  
Fargo, ND 58108

EPIC Gateway & Sheyenne Adversary Actions

### Bankruptcy

#### Services

Date	Attorney	Notes	Quantity	Rate	Total
01/16/2025	MW	Conference with attorney Kinsella and attorney Fremstad regarding bankruptcy representation; Review of conflicts; Additional conference with attorney Fremstad regarding same;	0.50	\$375.00	\$187.50
01/28/2025	TBS	Review emails to/from Fredrikson & Byron, conference with Mark Western, conference with Joel Fremstad; prepare draft application and affidavit;	0.60	\$165.00	\$99.00
01/28/2025	MW	Review of EPIC motion etc for employment of Fremstad attorneys; Prepare revisions;	0.20	\$375.00	\$75.00
01/30/2025	TBS	Conference with Joel, review and revise debtors' application;	0.20	\$165.00	\$33.00
01/30/2025	MW	Review of draft fee agreement letter and follow up correspondence to debtors' main counsel for format of fee agreement letter;	0.20	\$375.00	\$75.00
02/03/2025	MW	EPIC companies review and revision of fee agreement letter; Emails to and from lead counsel;	0.20	\$375.00	\$75.00
02/10/2025	MW	Review email correspondence from Fredrickson counsel regarding draft complaints; cursory review of draft AP Complaints;	0.50	\$375.00	\$187.50
02/10/2025	TBS	Revise multiple emails from Fredrikson firm, download draft complaints and voluminous supporting Epic/Sheyenne documents;	0.30	\$165.00	\$49.50
02/13/2025	MW	Review of draft complaints and analyze fiscal/ financial issues etc; Review of documents	3.30	\$375.00	\$1,237.50

		provided by client including Promissory Notes, Bank Statements, and other evidence of indebtedness; Review additional emails from Patrick Finn; Attend conference with client and all counsel; Conference with staff regarding preparation and filing of Adversary Proceeding Complaints; Review of applicable Federal Rules of Bankruptcy Procedure and North Dakota Local Rules; Follow up email correspondence to attorney Nixon regarding service issues;			
02/13/2025	JF	Conference with Mark, Katherine Nixon, and Patrick Finn re Epic Gateway and Epic Sheyenne Adversary actions;	0.50	\$400.00	\$200.00
02/13/2025	TBS	Review draft adversary complaint, review docket; conference with Mark Western;	1.20	\$165.00	\$198.00
02/14/2025	MW	Review email correspondence from Patrick Finn regarding desire to see final Complaints before they go out; Review multiple emails from attorney Nixon regarding effectuating service on defendants and ECF list;	0.20	\$375.00	\$75.00
02/17/2025	MW	Revise two separate draft Complaints by redline; Email correspondence to Patrick Smith regarding same for his review and approval;	0.50	\$375.00	\$187.50
02/20/2025	TBS	Conference with Mark Western, revise and finalize adversary complaints; phone call with Carol at Bankruptcy Court re adversary actions; review Rules and conference with Mark Western re service issues;	1.50	\$165.00	\$247.50
02/20/2025	MW	Review email from Fredrickson counsel confirming Order as Conflict Counsel; Review and conference with staff regarding effectuating service on Defendant and opening adversary proceeding with proper Registered Agent Addresses for Defendants;	0.30	\$375.00	\$112.50
02/21/2025	TBS	Continued review of bankruptcy code and rules, finalize Epic-Gateway complaint and initiate adversary case; finalize Epic-Sheyenne complaint and initiate adversary case; phone call with Carol at Bankruptcy Court; conference with Mark Western; prepare certificate of service re Gateway complaint and effectuate service; prepare certificate of service re Sheyenne complaint and effectuate service;	2.70	\$165.00	\$445.50
02/21/2025	MW	Finalize filing of Complaints; Review Summonses issued by Bankruptcy Court; Email correspondence to client advising of same; Preparations for U.S. Mail service on registered agents of defendants as per Federal Rules of Bankruptcy Procedure;	0.40	\$375.00	\$150.00

02/21/2025	TBS	Service of six Summons and Adversary Complaints on registered agents;	0.50	\$165.00	\$82.50
03/04/2025	MW	Review status of Summons; Compute deadline for response to Summons; Email correspondence to Patrick Smith advising of deadlines and upcoming unavailability due to trial and trial preparations; Review multiple ECF filings in main bankruptcy case;	0.30	\$375.00	\$112.50
03/11/2025	MW	Review multiple ECF filings in main Bankruptcy case;	0.10	\$375.00	\$37.50
03/19/2025	MW	Review of ECF filing regarding Lighthouse Request for Compensation and Monthly Operating Report filings;	0.10	\$375.00	\$37.50
03/19/2025	MW	Cursory review of 60 page answer filed by attorney Singer; Email correspondence to client group regarding same; Email correspondence to Fredrickson Counsel seeking call to visit about next steps in other Adversary Proceedings;	0.60	\$375.00	\$225.00
03/19/2025	TBS	Receive, download and review Gateway North Answer; Receive, download and review order of recusal;	0.10	\$165.00	\$16.50
03/19/2025	MW	Review telephone message from client; Telephone message back; Review of Recusal from Judge Hastings; and reassignment to Minnesota Bankruptcy Judge;	0.20	\$375.00	\$75.00
03/20/2025	MW	Emails to and from Patrick Finn regarding answer and further actions;	0.10	\$375.00	\$37.50
03/21/2025	MW	Prepare for and attend phone conference with Patrick Finn regarding macro and micro issues in case;	1.00	\$375.00	\$375.00
03/24/2025	MW	Emails to and from Patrick Finn and to and from Fredrickson counsel with updates and setting time to visit later this week; Review of court's docket to confirm no additional answers filed thus far;	0.20	\$375.00	\$75.00
03/24/2025	MW	Review of Answers (2) filed by attorney Gust in Sheyenne and Gateway Adversary Proceedings; Email correspondence to Patrick Finn regarding same;	0.30	\$375.00	\$112.50
03/24/2025	TBS	Receive, download and review answers of Epic Gateway and Sheyenne;	0.10	\$165.00	\$16.50
03/25/2025	TBS	Receive, download and review answer of Sheyenne South Residential; review and download recusal of Judge Hastings re Sheyenne adversary;	0.20	\$165.00	\$33.00
03/25/2025	MW	Review of Answer filed by attorney Signer in	0.20	\$375.00	\$75.00



		Adversary Proceeding; Email correspondence to client regarding same;			
03/25/2025	MW	Review of Notice/Order of Recusal; Email correspondence to client regarding same;	0.10	\$375.00	\$37.50
03/26/2025	MW	Review of email correspondence from Patrick Finn regarding jury trial issues; Email correspondence to Mr. Finn regarding ND Securities Act of 1951 and potential applicability towards additional potential recoupment;	0.30	\$375.00	\$112.50
03/27/2025	MW	Prepare for and attend TEAMS conference with attorney Nixon regarding generally handling EPIC matters in terms of jury trial and other procedural and disclosure issues; Review draft jury trial statement and disclosure statement;	0.50	\$375.00	\$187.50
03/28/2025	MW	Email correspondence to and from attorneys Signer and Gust seeking call next week to discuss adversary proceedings;	0.20	\$375.00	\$75.00
				<b>Services Subtotal</b>	<b>\$5,358.50</b>

#### Expenses

Type	Date	Notes	Quantity	Rate	Total
Expense	02/21/2025	E112 Court fees: Epic-Gateway adversary filing fee;	1.00	\$350.00	\$350.00
Expense	02/21/2025	E112 Court fees: Epic-Sheyenne adversary filing fee;	1.00	\$350.00	\$350.00
				<b>Expenses Subtotal</b>	<b>\$700.00</b>

Time Keeper	Quantity	Rate	Total
Joel Fremstad	0.5	\$400.00	\$200.00
Mark Western	10.5	\$375.00	\$3,937.50
Terri Smith	7.4	\$165.00	\$1,221.00
		<b>Subtotal</b>	<b>\$6,058.50</b>
		<b>Total</b>	<b>\$6,058.50</b>

## Detailed Statement of Account

### Current Invoice

Invoice Number	Due On	Amount Due	Payments Received	Balance Due
16998	04/09/2025	\$6,058.50	\$0.00	\$6,058.50
Outstanding Balance				\$6,058.50
Total Amount Outstanding				\$6,058.50

Please make all amounts payable to: Fremstad Law

Payment is due upon receipt.



**UNITED STATES BANKRUPTCY COURT  
DISTRICT OF NORTH DAKOTA**

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In re:

**Jointly Administered**

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Bankruptcy No. 24-30281  
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Debtors.

Chapter 11

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**NOTICE OF FIRST APPLICATION OF FREMSTAD LAW FIRM FOR  
ALLOWANCE OF FEES AND EXPENSES AS SPECIAL LITIGATION COUNSEL  
FOR THE DEBTORS FROM JANUARY 1, 2025 THROUGH MARCH 31, 2025**

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TO: The parties-in-interest as specified in the Notice and Service Requirements adopted pursuant to Local Rule 2002-1 and the Court's order limiting notice pursuant to Fed. R. Bankr. P. 2002(i). (ECF No. 124.)

1. **NOTICE IS HEREBY GIVEN** that Fremstad Law Firm, as special litigation counsel for the Debtors, has filed its first application for allowance of fees and expenses, a copy of which is attached hereto and served upon you.

2. **NOTICE IS FURTHER GIVEN** that any objection to the application must be filed with the Clerk of the United States Bankruptcy Court, whose address is Quentin N. Burdick Courthouse, 655 First Avenue North, Suite 210, Fargo, North Dakota 58102, and served upon the attorney whose name and address is listed below, by **April 30, 2025, which is twenty-one (21) days from the date of the filing of this Notice**. Any objections not filed and served may deemed waived.

Dated: April 9, 2025

/e/ Mark Western

Joel M. Fremstad (ND ID #05541)

Mark Western (ND ID# 06181)

FREMSTAD LAW FIRM

P.O. Box 3143

Fargo, North Dakota 58108-3143

Phone: (701) 478-7620

[joel@fremstadlaw.com](mailto:joel@fremstadlaw.com)

[mark@fremstadlaw.com](mailto:mark@fremstadlaw.com)

**ATTORNEYS FOR DEBTORS**